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CORPORATION FILE

MANGEL STORES CORPORATION

ANNUAL REPORT 1965

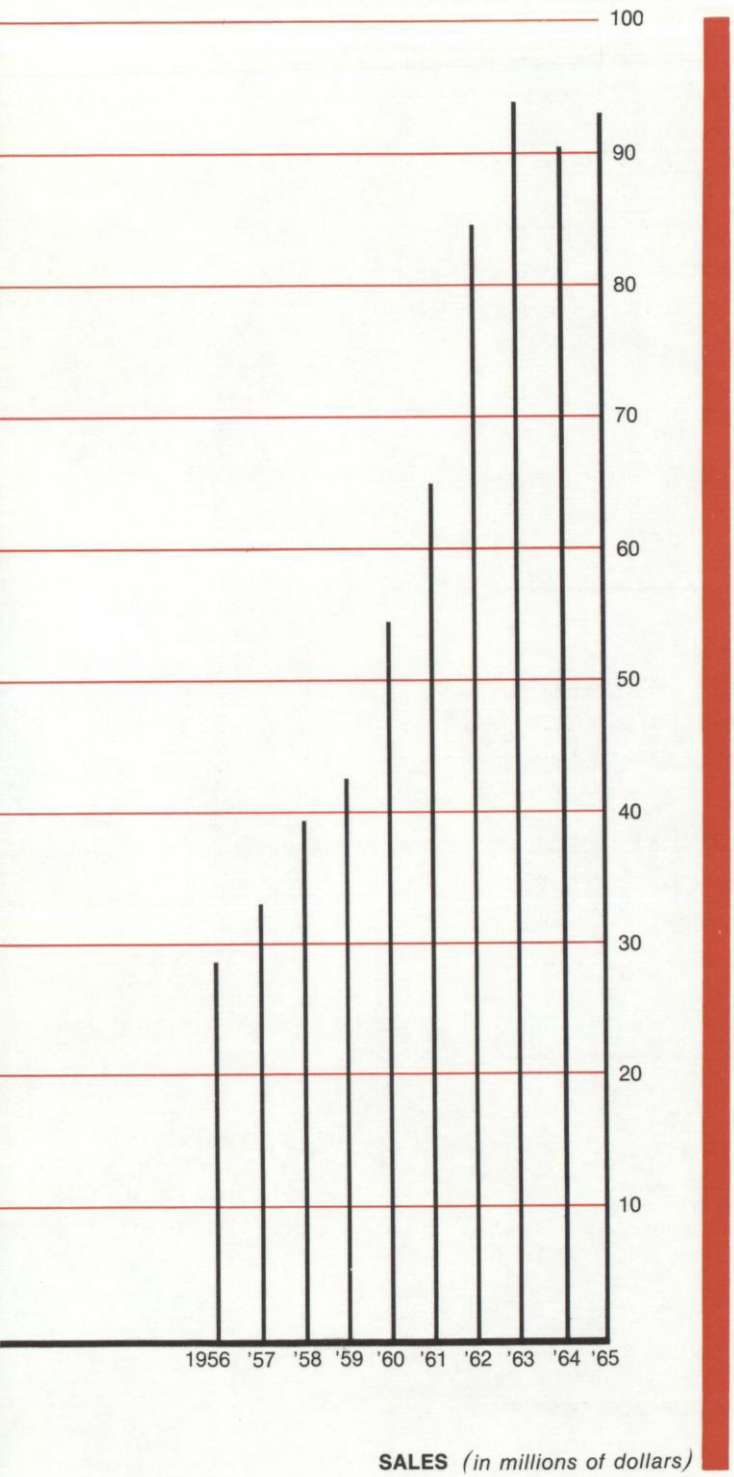
HIGHLIGHTS

INCOME DATA	1965	1964
Net Sales, Including Income from Leased Departments	$92,995,050	$90,240,174
Net (Loss)/Income before Federal Income Taxes	(27,547)	1,681,661
Federal Income Taxes — Net	236,000	680,000
Net (Loss)/Income	(263,547)	1,001,661
Special Items — Credit	160,280	....
Net (Loss)/Income and Special Items	(103,267)	1,001,661
Dividends Paid in Cash	217,883	871,590
Dividends Paid in Common Stock	360,607	....
Number of Stores and Leased Department Locations	164	164

BALANCE SHEET DATA		
Current Assets	$22,597,543	$22,969,008
Current Liabilities	6,998,413	6,907,151
Net Working Capital	15,599,130	16,061,857
Current Ratio	3.2	3.3
Accounts Receivable — Net	$ 5,178,013	$ 4,735,326
Merchandise Inventories	13,558,696	15,858,721
Fixed Assets — Net	7,331,267	7,805,272
Long-Term Debt	9,158,347	9,793,404
Stockholders' Equity	16,246,623	16,577,101

PER SHARE DATA		
Net (Loss)/Income	($.36)	$ 1.37
Special Items Credit	.22	....
Net (Loss)/Income and Special Items	(.14)	1.37
Dividends Paid in Cash	.30	1.20
Dividends Paid in Common Stock	4%	....
Book Value	$21.52	$22.82

TO OUR SHAREHOLDERS:



SALES *(in millions of dollars)*

Since I assumed the office of President and Chief Operating Officer of your Company in November 1964, we have instituted a new and comprehensive program which, although not reflected in the disappointing results of the last fiscal year, will result, we are confident, in a complete turnabout of the Company's current and future operation.

Many important managerial changes already have been made. Mr. Harry Gross, who has had many active years of experience in our field, is now Vice President in charge of Store Operations. Mr. Morton Behrend is a new Vice President and General Merchandise Manager of softgoods. We are bringing in additional personnel in order to strengthen our entire organization in depth, which will give us an able, hard-working, aggressive management team.

Our objective is to improve our entire organization; to raise all standards including personnel, to increase our sales productivity at the stores, to engage in more vigorous advertising, to obtain greater merchandise turnover, to expand charge sales promotions and to strengthen our merchandise resources.

As part of this program of revitalization, substantial markdowns were taken during the past fiscal year to clear our racks of unseasonable merchandise. This drastically affected our earnings for the year but greatly improved our inventory position. Our decks have now been cleared to take advantage of every opportunity for profits.

Sales volume for the first quarter of the new fiscal year which commenced on February 1, 1965 will be ahead of last year by about $1,300,000, or 7.6%. We regard this as strong evidence of the soundness of the programs we have inaugurated.

We plan to open two or three Shoppers Fair discount stores during this fiscal year which should be financed from depreciation and amortization and accordingly our cash position should remain relatively unaffected.

The results of the fiscal year just ended, briefly stated, follow:

SALES

Net sales including income from leased departments were $92,995,050 as compared to $90,240,174 in the previous year, an increase of $2,754,876 or 3.1%.

EARNINGS

Net loss after Federal taxes and special items, was $103,267, compared with a profit of $1,001,661 or $1.37 per share last year.

DIVIDENDS

A cash dividend of 30¢ per share was paid on March 15, 1964 and stock dividends of 2% were paid on June 15, 1964 and December 15, 1964. With an improvement in earnings, it is the intention of the Company to resume the payment of cash dividends and continue the record of twenty consecutive years of cash dividend payments.

FINANCIAL CONDITION

Our financial condition continues to be very strong as shown by the Consolidated Balance Sheet on pages 6 and 7. You will note that our end of year inventories have been brought into line by a reduction of about $2,300,000, and that our cash position improved substantially. Our future outlook is indeed promising.

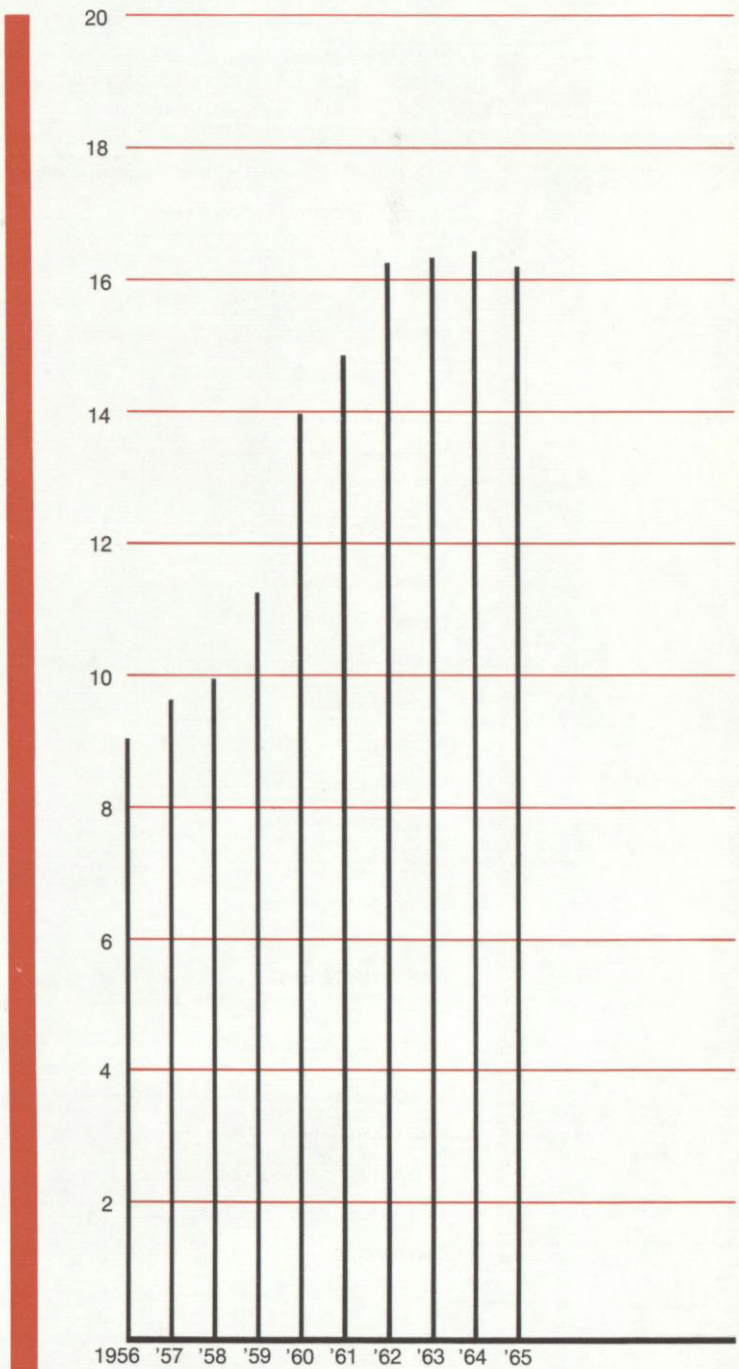
GENERAL

We wish to thank our stockholders for their loyalty and patience in this change-over period which we hope will be rewarded in the future. The program of strengthening our organization and operations is being pursued vigorously, and barring any unforseen adverse change in general economic conditions, we look forward to profitable operations and a continuation of our healthy, financial position.

Jared L. Rosenthal

JARED L. ROSENTHAL, *President*

May 3, 1965



SHAREHOLDERS' EQUITY *(in millions of dollars)*

TEN YEAR SUMMARY OF PROGRESS

FISCAL YEARS ENDED (APPROXIMATELY) JANUARY 31

INCOME DATA	1965	1964	1963
Net Sales, Including Income from Leased Departments	$92,995,050	$90,240,174	$93,907,125
Net (Loss)/Income before Federal Income Taxes	(27,547)	1,681,661	1,440,737
Federal Income Taxes — Net	236,000	680,000	554,000
Net (Loss)/Income	(263,547)	1,001,661	886,737
Special Items — Credit (Charge)	160,280	....	....
Net (Loss)/Income and Special Items	(103,267)	1,001,661	886,737
Dividends Paid in Cash	217,883	871,590	870,992
Dividends Paid in Common Stock	360,607	....	....
Number of Stores and Leased Department Locations	164	164	167
BALANCE SHEET DATA			
Current Assets	$22,597,543	$22,969,008	$21,470,544
Current Liabilities	6,998,413	6,907,151	5,068,011
Net Working Capital	15,599,130	16,061,857	16,402,533
Current Ratio	3.2	3.3	4.2
Accounts Receivable — Net	$ 5,178,013	$ 4,735,326	$ 4,212,776
Merchandise Inventories	13,558,696	15,858,721	13,101,138
Fixed Assets — Net	7,331,267	7,805,272	7,993,025
Long-Term Debt	9,158,347	9,793,404	10,397,623
Stockholders' Equity	16,246,623	16,577,101	16,445,736
PER SHARE DATA *(1956 and 1957 adjusted for 100% stock distribution made on 5/28/57)*			
Net (Loss)/Income*	($.36)	$ 1.37	$ 1.22
Special Items — Credit (Charge)*	.22	....	....
Net (Loss)/Income and Special Items*	(.14)	1.37	1.22
Dividends Paid in Cash	.30	1.20	1.20
Dividends Paid in Common Stock	4%	....	....
Book Value	21.52	22.82	22.64

**Based on average number of shares outstanding; years prior to 1965 not adjusted for stock dividends paid in 1965.*

MANGEL STORES CORPORATION *AND CONSOLIDATED SUBSIDIARIES*

1962	1961	1960	1959	1958	1957	1956
$84,664,098	$65,096,448	$54,334,304	$42,654,510	$39,529,035	$33,177,700	$28,915,939
2,246,493	2,185,379	2,553,353	1,797,366	1,719,033	2,000,260	1,642,986
770,000	781,000	960,000	655,000	670,000	725,000	563,000
1,476,493	1,404,379	1,593,353	1,142,366	1,049,033	1,275,260	1,079,986
127,709	....	....	....	(160,249)	(148,702)	....
1,604,202	1,404,379	1,593,353	1,142,366	888,784	1,126,558	1,079,986
850,830	822,906	754,836	610,485	581,638	505,574	353,902
....	....	....	....	....	....	....
162	132	126	125	123	125	118
$19,102,048	$14,516,470	$13,159,014	$11,906,041	$ 8,929,702	$ 8,887,515	$ 8,905,796
6,123,230	3,692,112	3,386,345	2,012,557	2,961,206	1,943,846	2,321,724
12,978,818	10,824,358	9,772,669	9,893,484	5,968,496	6,943,669	6,584,072
3.1	3.9	3.9	5.9	3.0	4.6	3.8
$ 2,793,528	$ 2,964,310	$ 3,277,502	$ 2,776,514	$ 2,796,598	$ 2,976,121	$ 2,834,455
11,384,452	7,393,154	5,799,507	5,169,587	3,969,138	3,628,380	3,338,297
6,946,078	5,905,618	5,139,956	5,092,203	5,013,737	4,133,141	3,645,885
5,631,917	3,615,500	2,819,000	5,169,000	3,416,000	3,883,000	3,350,000
16,389,968	14,930,984	14,020,446	11,357,859	10,078,219	9,763,895	9,142,911
$ 2.04	$ 2.04	$ 2.53	$ 2.24	$ 2.07	$ 2.52	$ 2.13
.18	....	....	....	(.32)	(.30)	....
2.22	2.04	2.53	2.24	1.75	2.22	2.13
1.20	1.20	1.20	1.20	1.15	1.00	.70
....	....	....	....	....	....	....
22.63	21.54	20.86	20.47	19.92	19.31	18.08

CONSOLIDATED BALANCE SHEET

AS AT JANUARY 30, 1965 — FEBRUARY 1, 1964

ASSETS	1965	1964
CURRENT ASSETS:		
Cash	$ 2,469,606	$ 2,011,049
Short-term investment — at cost, plus amortized discount	997,250	
Accounts receivable — trade, less reserves for doubtful accounts of $412,630 and $421,369, respectively, and unearned service charges of $76,757 and $98,808, respectively	5,178,013	4,735,326
Miscellaneous receivables	393,978	363,912
Merchandise inventory — at the lower of cost or market, based upon the retail method of inventory valuation (including merchandise in transit — at cost — $605,433 and $305,176, respectively)	13,558,696	15,858,721
TOTAL CURRENT ASSETS	22,597,543	22,969,008
INVESTMENTS AND OTHER ASSETS:		
Investments in unconsolidated real estate subsidiaries — at underlying book equity — Note A	1,171,327	1,120,734
Advances to unconsolidated real estate subsidiaries	162,811	
Miscellaneous other assets (including estimated refunds of Federal income taxes of $502,601 and $368,301, respectively)	719,607	573,995
	2,053,745	1,694,729
FIXED ASSETS — at cost:		
Real estate — less reserve for depreciation of $33,218 and $23,745, respectively	128,225	112,089
Furniture, fixtures, equipment and leasehold improvements, less reserves for depreciation and amortization aggregating $5,330,337 and $4,949,899, respectively, partly pledged — contra	7,203,042	7,693,183
	7,331,267	7,805,272
DEFERRED CHARGES:		
Insurance	156,506	262,191
Taxes, expenses, etc.	264,321	616,676
	420,827	878,867
GOODWILL	1	1
	$32,403,383	$33,347,877

The accompanying notes are an integral part of this statement.

MANGEL STORES CORPORATION *AND CONSOLIDATED SUBSIDIARIES*

LIABILITIES

	1965	1964
CURRENT LIABILITIES:		
Current portion of long-term debt	$ 635,057	$ 692,141
Accounts payable — merchandise, less discounts	3,934,784	3,556,430
Accounts payable — expenses, taxes, etc. (including, in 1964, $120,918 due to unconsolidated real estate subsidiary)	1,782,288	1,715,303
Customers' deposits on layaways and credits	97,575	106,024
Reserve for Federal income taxes — Note B	548,709	837,253
TOTAL CURRENT LIABILITIES	6,998,413	6,907,151
LONG-TERM DEBT, less current portion:		
5.80% Note payable — insurance company — Note C	9,000,000	9,500,000
Notes payable — bank	13,889	60,555
Payable (including finance charges) for purchases of equipment, collateralized by the related equipment	144,458	232,849
	9,158,347	9,793,404
GUARANTEES OF MORTGAGES PAYABLE OF UNCONSOLIDATED REAL ESTATE SUBSIDIARIES AND LONG-TERM LEASES — Note D		
TOTAL LIABILITIES	16,156,760	16,700,555
DEFERRED INVESTMENT TAX CREDITS — Note B		70,221
STOCKHOLDERS' EQUITY — Notes C and E:		
Common Stock — par value $1 per share:		

Shares				
	1965	1964		
Authorized	1,000,000	1,000,000		
Issued	771,847	742,521	771,847	742,521
Less: Treasury stock	17,047	16,246	17,047	16,246
Outstanding	754,800	726,275	754,800	726,275
Capital Surplus			4,220,697	3,897,943
Retained Earnings			11,271,126	11,952,883
			16,246,623	16,577,101
			$32,403,383	$33,347,877

CONSOLIDATED STATEMENT OF INCOME AND RETAINED EARNINGS

FOR THE YEAR (52 WEEKS) ENDED JANUARY 30, 1965 — FEBRUARY 1, 1964

	1965	1964
Net sales, including income from leased departments	$92,995,050	$90,240,174
Deduct:		
Cost of sales, including occupancy expenses	72,135,646	69,660,213
General, administrative and selling expenses, less service charges on customers accounts	19,292,148	17,471,640
Depreciation and amortization	1,139,034	1,115,690
	92,566,828	88,247,543
	428,222	1,992,631
Net income of unconsolidated real estate subsidiaries (after deducting depreciation of $133,946 and $123,061, respectively) — Note A	62,562	67,347
	490,784	2,059,978
Other deductions — net (including interest expense of $681,407 and $627,170, respectively)	518,331	378,317
Net (loss)/income before Federal income taxes	(27,547)	1,681,661
Federal income taxes — net — Note B	236,000	680,000
Net (loss)/income — Note B	(263,547)	1,001,661
Special items:		
Adjustments applicable to prior years based on examinations by Internal Revenue Service, less Federal income taxes in the amount of $212,000 (after deducting a net charge of $11,969 applicable to unconsolidated real estate subsidiaries)	90,059	
Investment tax credits previously deferred — Note B	70,221	
	160,280	
Net (loss)/income and, in 1965, special items	(103,267)	1,001,661
Retained Earnings at the beginning of the year	11,952,883	11,822,812
	11,849,616	12,824,473
Deduct:		
Cash dividends — $.30 and $1.20 per share, respectively	217,883	871,590
Stock dividends — Note E	360,607	
	578,490	871,590
Retained Earnings at the end of the year — Notes C and E	$11,271,126	$11,952,883

Red figures are denoted by brackets.

The accompanying notes are an integral part of this statement.

UNCONSOLIDATED REAL ESTATE SUBSIDIARIES

SUMMARY OF NET ASSETS — NOTE A
AS AT JANUARY 30, 1965 — FEBRUARY 1, 1964

	1965	1964
Land and buildings — at cost, subject to mortgages, less reserves for depreciation of $932,625 and $780,250, respectively — Note 1	$4,409,354	$4,220,828
Mortgages payable, including current portion of $137,041 and $113,361, respectively — Note 1	3,172,834	3,287,011
	1,236,520	933,817
Other assets, including cash of $15,824 and $6,741, respectively, and, in 1964, $120,918 due from Mangel Stores Corporation	175,617	311,971
	1,412,137	1,245,788
Accounts payable — expenses, taxes, etc. and reserve for Federal income taxes and, in 1965, $162,811, due to Mangel Stores Corporation and consolidated subsidiaries	240,810	125,054
Net assets	$1,171,327	$1,120,734
Represented by underlying book equity:		
Capital Stock — Note 2	$ 659,432	$ 659,432
Capital Surplus	16,184	16,184
Retained Earnings (after deduction of cash dividends of $15,000 in 1964) — Note B	495,711	445,118
	$1,171,327	$1,120,734

NOTE 1 — The mortgages payable bear interest at rates from 4% to 6%, and are payable in installments over a period of years terminating in 1982. The mortgages are collateralized by land and buildings of the unconsolidated real estate subsidiaries and by intercompany and other leases. Mangel Stores Corporation also guarantees certain mortgages.

NOTE 2 — Represents capital stocks of three companies having an aggregate of 450 authorized shares of no par value of which 300 shares are issued and outstanding.

The accompanying notes are an integral part of this statement.

NOTES TO FINANCIAL STATEMENTS

AS AT JANUARY 30, 1965

The financial statements as at and for the year (52 weeks) ended February 1, 1964, after a reclassification, are shown for comparative purposes only. Reference should be made to the previously issued report for the Accountants' Report and the notes pertaining to those financial statements.

NOTE A — *Principles of Consolidation:*

The accounts of all subsidiaries are included in the accompanying consolidated financial statements, except those of the real estate subsidiaries. A summary of net assets of real estate subsidiaries is set forth on page 9.

In the Company's Annual Report to the Securities and Exchange Commission, the real estate subsidiaries will be consolidated. The principal effect of this treatment is to eliminate the investment in and advances to real estate subsidiaries aggregating $1,334,138, to increase fixed assets (less accumulated depreciation) in the amount of $4,409,354, and to increase long term debt in the amount of $3,035,793, exclusive of current portion of $137,041.

NOTE B — *Federal Income Taxes:*

Federal income taxes — net ($236,000), included in the accompanying consolidated statement of income and retained earnings, are computed on an individual company basis after deducting (1) $162,000 for estimated refunds, (2) $93,000 for the tax effect of net operating loss carryovers and (3) $51,000 of investment tax credits which include approximately $34,000 carried over from prior years.

Unused net operating loss carryovers and unused investment tax credits aggregate approximately $1,880,000 and $148,000, respectively. Such carryovers expire at various dates during the next five fiscal years and are subject to final determination by the Internal Revenue Service.

The current year's investment tax credits have been recorded as a reduction of the provision for Federal income taxes, which is a change from the method used in prior years of amortizing the used investment tax credits over the depreciable lives of the related assets; the unamortized portion of such prior years' investment tax credits previously deferred has been included in "Special items." The effect of this change has been to reduce net loss by approximately $40,000.

Consolidated Retained Earnings include undistributed earnings of subsidiaries which may be subject to Federal and state income taxes if and when received by the respective parent companies in the form of dividends.

The accompanying financial statements are subject to final determination of Federal, state and local taxes.

NOTE C — *5.80% Note Payable — Insurance Company:*

The 5.80% note is payable $500,000 on January 15, 1966 and $750,000 annually thereafter through January 15, 1978. The note agreement requires, among other things, that the Company maintain consolidated working capital of not less than $14,000,000 and restricts (1) the payment of dividends (other than stock dividends) and (2) purchase of the Company's capital stock and making of certain investments. As at January 30, 1965, approximately $460,000 of consolidated Retained Earnings was free of these restrictions.

NOTE D — *Guarantees of Mortgages Payable of Unconsolidated Real Estate Subsidiaries and Long-Term Leases:*

Certain mortgages payable by unconsolidated real estate subsidiaries are guaranteed by Mangel Stores Corporation. See page 9.

As at January 30, 1965, the minimum annual rentals on real property under leases then in force, exclusive of intercompany rentals, amounted to approximately $3,872,000. Approximate aggregate minimum annual rentals for leases terminating to January 31, 1974, from February 1, 1974 to January 31, 1984, and from February 1, 1984 to April 30, 2006, are $787,000, $2,541,000, and $544,000, respectively. The minimum annual inter-company rentals on property covered by leases which terminate between 1966 and 1987, with unconsolidated subsidiaries amounted to approximately $409,000. Certain lease agreements provide for additional rentals based upon sales or for payment of real estate taxes, insurance, etc.

NOTE E — *Stockholders' Equity:*

Stock dividends, as shown in the accompanying financial statements, consist of two 2% dividends aggregating $360,607 (based upon market quotations). The stock dividends resulted in credits to Common Stock ($29,326) and Capital Surplus ($331,281).

During the fiscal years ended in 1960 and 1961, the Board of Directors granted to certain officers and employees restricted stock options for the purchase of the Company's Common Stock; as at February 1, 1964, options for 4,020 shares at prices ranging from $21.20 to $28.50 per share were outstanding. During the year ended January 30, 1965, options for 2,720 of such shares were terminated. As at January 30, 1965, options for 1,300 shares at $28.50 per share were outstanding. The Company intends to issue only Common Stock held in treasury upon the exercise of such options; during the year, the Company acquired 801 shares as treasury stock, which resulted in a decrease of $8,527 in capital surplus account and an increase of $801 in treasury stock account.

On November 16, 1964, the Board of Directors adopted, subject to stockholders' approval, a Qualified Stock Option Plan which authorized the granting of options for the purchase of 25,000 shares of the Company's Common Stock, at prices which are not less than fair market prices at dates of grant. The Plan will terminate in ten years from the date of its adoption and options granted thereunder are exercisable in cumulative installments over a five-year period. Under this Plan, options were granted for 5,000 shares at $11.875 per share and 1,000 shares at $10.00 per share. Such options are outstanding as at January 30, 1965.

ACCOUNTANTS' REPORT

To the Board of Directors
Mangel Stores Corporation
New York, N. Y.

We have examined the consolidated balance sheet of Mangel Stores Corporation and consolidated subsidiaries as at January 30, 1965, and the related consolidated statement of income and retained earnings for the year (52 weeks) then ended, and the summary of net assets of unconsolidated real estate subsidiaries as at January 30, 1965. Our examination was made in accordance with generally accepted auditing standards, and accordingly included such tests of the accounting records and such other auditing procedures as we considered necessary in the circumstances.

In our opinion, the accompanying aforementioned statements and summary, together with the notes to financial statements, present fairly the consolidated financial position of Mangel Stores Corporation and consolidated subsidiaries at January 30, 1965, and the consolidated results of their operations for the year (52 weeks) then ended, and the net assets of the unconsolidated real estate subsidiaries at January 30, 1965, in conformity with generally accepted accounting principles applied on a basis consistent with that of the preceding year, except for the change, which we approve, to an accepted alternative method of accounting for the investment tax credits as described in Note B to the financial statements.

S. D. LEIDESDORF & CO.

New York, N. Y.
April 16, 1965

DIRECTORS

HERBERT J. DEITZ
ISRAEL A. DIAMOND
PHILLIP F. FRANKEL
SAUL C. GUZY
SANFORD S. JAFFE
MAURICE N. JAFFE
GEORGE M. JAFFIN
AL KLEIN
EMANUEL MANGEL
SOL MANGEL
JARED L. ROSENTHAL
MAX WEINREICH

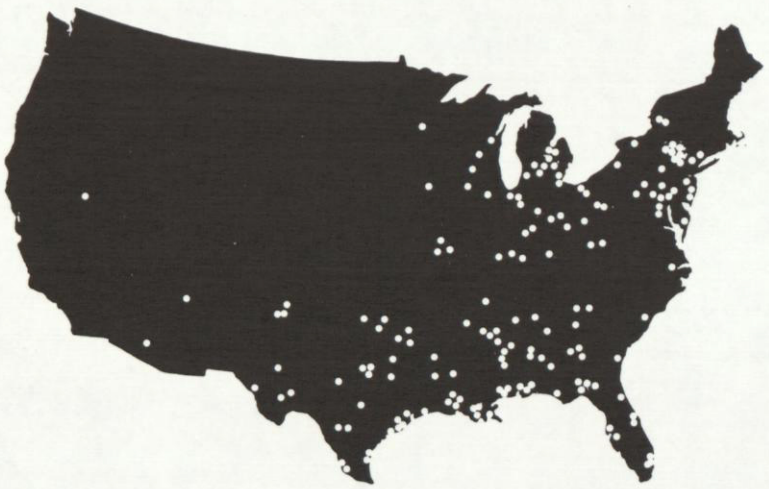
OFFICERS

SOL MANGEL *Chairman of the Board*
JARED L. ROSENTHAL *President*
PHILLIP F. FRANKEL *Executive Vice-President*
ISRAEL A. DIAMOND *Vice-President and Treasurer*
SAUL C. GUZY *Vice-President, Director of Sales Promotion and Assistant Secretary*
AL KLEIN *Vice-President, Assistant Secretary and Controller*
HARRY H. GROSS *Vice-President, Supervisor of Store Operations*
MORTON BEHREND *Vice-President, General Merchandise Manager, Soft Lines*
SANFORD S. JAFFE *Vice-President, Merchandiser of Domestics*
SOPHIA KAUFMAN *Vice-President, Merchandiser of Lingerie*
MAURICE N. JAFFE *Vice-President, Merchandiser of Domestics*
B. ROBERT ROSTHAL *Vice-President, Supervisor of Lessee Operations*
MAURICE MANTEL *Vice-President, Director of Construction and Maintenance*
DAVID M. DIAMOND *Vice-President*
EMANUEL MANGEL *Assistant Treasurer and Assistant Secretary*
MAX WEINREICH *Secretary*

COUNSEL	*Cole & Deitz, New York, N. Y.*
AUDITORS	*S. D. Leidesdorf & Co., New York, N. Y.*
TRANSFER AGENT	*Morgan Guaranty Trust Company of New York* *140 Broadway, New York 15, N. Y.*
REGISTRAR	*Manufacturers Hanover Trust Company* *55 Broad Street, New York 15, N. Y.*

MANGEL STORES CORPORATION

164 STORE AND LEASED DEPARTMENT LOCATIONS



ALABAMA
Anniston
Birmingham
Decatur
Florence
Huntsville (2)
Mobile (2)
Montgomery
Prichard
Selma
Tuscaloosa

ARIZONA
Phoenix
Tucson

ARKANSAS
Fayetteville
Fort Smith
Hot Springs
Little Rock
Pine Bluff

CONNECTICUT
Bridgeport
South Norwalk

DELAWARE
Wilmington

FLORIDA
Jacksonville
Key West
Miami (2)
Orlando
Panama City
Pensacola (3)
Tallahassee
Tampa (2)

GEORGIA
Atlanta
Augusta
Columbus
Macon
Savannah
Thomasville
Valdosta

ILLINOIS
Danville
Quincy

INDIANA
Columbus
Evansville
Fort Wayne
Gary
Indianapolis (2)
Lafayette
Marion
Michigan City
South Bend

IOWA
Clinton
Des Moines

KENTUCKY
Paducah (2)
Shively

LOUISIANA
Baton Rouge (3)
Crowley
Lafayette
New Iberia
New Orleans
Opelousas

MARYLAND
Salisbury

MASSACHUSETTS
Lawrence

MICHIGAN
Adrian
Battle Creek
Benton Harbor
Detroit (5)
Flint
Jackson
Lansing
Saginaw

MINNESOTA
St. Paul

MISSISSIPPI
Greenville
Jackson
Meridian
Natchez

MISSOURI
St. Louis (3)
Springfield

NEW JERSEY
Neptune
Pennsauken
Shrewsbury

NEW MEXICO
Hobbs
Santa Fe

NEW YORK
Brooklyn (2)
Kingston
Middletown
Newburgh (2)
Peekskill (2)
Rochester
Syracuse (2)
Wappinger Falls

NORTH CAROLINA
Asheville
Elizabeth City
Greensboro
Raleigh

OHIO
Akron
Canton (2)
Cleveland
Columbus
Dayton
Lancaster
Zanesville

OKLAHOMA
Tulsa

PENNSYLVANIA
Altoona
Chester
Clifton Heights
Horsham (2)
Johnstown
Philadelphia
Scranton

SOUTH CAROLINA
Aiken
Charleston
Columbia
Greenville
Greenwood
Spartanburg

TENNESSEEE
Chattanooga
Jackson
Johnson City
Memphis

TEXAS
Amarillo
Baytown
Beaumont
Big Spring
Borger
Brownwood
Corpus Christi (2)
Dallas (2)
Galveston (2)
Harlingen
Houston (2)
McAllen
Midland
San Antonio (2)
Texarkana

UTAH
Salt Lake City (2)

WEST VIRGINIA
Charleston
Huntington

WISCONSIN
Green Bay
Madison
Oshkosh

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